

MEMORANDUM

NOVEMBER 18, 1993

TO: BOSTON REDEVELOPMENT AUTHORITY AND
PAUL L. BARRETT, DIRECTOR

FROM: BEVERLEY JOHNSON, ASSISTANT DIRECTOR FOR
INSTITUTIONAL PLANNING AND DEVELOPMENT
DENNIS CALLAHAN, PROJECT MANAGER
INSTITUTIONAL PLANNING AND DEVELOPMENT

SUBJECT: WEST END URBAN RENEWAL AREA, UR MASS 2-3
EMINENT DOMAIN TAKING OF SLIVER PARCELS
NECESSARY TO EFFECTUATE THE DEVELOPMENT OF THE
SHRINERS HOSPITAL FOR CRIPPLED CHILDREN PROJECT

EXECUTIVE
SUMMARY:

THIS MEMORANDUM IS INTENDED TO SECURE
AUTHORIZATIONS NECESSARY FOR THE DIRECTOR TO
TAKE ALL ACTIONS NECESSARY AND APPROPRIATE TO
EFFECTUATE A LAND EXCHANGE BETWEEN THE SHRINERS
HOSPITAL FOR CRIPPLED CHILDREN AND THE
BLACKSTONE COMPANY. THE EMINENT DOMAIN
TAKINGS ARE FRIENDLY TAKINGS NECESSARY TO
EXPEDITE THIS TRANSFER.

I. INTRODUCTION

This memorandum is intended to secure authorizations necessary for the Director to effectuate a land exchange between the Shriners Hospital for Crippled Children ("Shriners") and the Blackstone Company ("Blackstone"). Such a land exchange will help expedite the Shriners' Replacement Facility project which received Authority approval on April 9, 1992.

II. PROJECT DESCRIPTION

The Shriners Hospital for Crippled Children is a charitable organization which provides, entirely free of charge, state-of-the-art medical care to children who suffer burn-related injuries. Since 1968, the Shriners has operated the Boston Burns Institute at 51 Blossom Street. The Institute enjoys an affiliation with Massachusetts General Hospital, under which physicians have dual appointments and MGH provides emergency backup care to Shriners patients.

In March of 1991, the Shriners submitted a Project Notification Form (PNF) to the Authority indicating its plans to construct a replacement facility on the site of the existing facility. After an extensive Article 31 development review, the Authority approved the project on April 9, 1992. The multi-phased project calls for the existing facility to remain in operation until new hospital space is constructed above a steel truss which will span the existing building. Following completion of the new hospital space, the existing facility will be razed and replaced with research space, an auditorium, and a parking garage. Specifically, Shriners proposes to (1) demolish 80,000 SF of existing space, (2) construct a 200,000 SF replacement facility (eleven stories, 155 feet in height at the highest point), and (3) construct a 70,000 SF, 100-space parking garage. The total gross square footage of the Proposed Project is 270,000 square feet. This total reflects an increment of 190,000 gross square feet. The Proposed Project will result in the Burns Institute's having additional medical research space, increased patient bed space (although the number of beds will remain at 30) and outpatient care space, an auditorium, a lobby, and enclosed parking for approximately 100 cars.

The existing land area of the Burns Institute is 39,200 SF (.90 acres). The existing facility has a gross floor area of 80,000 SF, yielding a gross floor area ratio (FAR) of 2.4. The addition of 190,000 gross FAR square feet will create a new gross floor area of 270,000 SF and a gross floor area ratio of 6.89.

III. PUBLIC BENEFITS

The project is a "Development Impact Project" under Section 26A-3(2) of the Boston Zoning Code, and therefore subject to housing and jobs linkage obligations. The DIP Agreement anticipates that \$500,000 in housing linkage funds and \$100,000 in jobs linkage funds will be generated by the project.

This \$45 million development project will also generate a substantial number of construction and permanent employment opportunities for Boston residents. Over the estimated two-and-a-half-year construction period, an estimated 402 construction jobs will be generated. The Development Impact Project Agreement ("DIP Agreement") includes a Boston Resident Construction Employment Plan which will govern hiring practices for construction jobs. Once completed, the Shriners Facility will house approximately 399 permanent employees. Although many of these employees are already employed by Shriners, Shriners agreed and has executed a Memorandum of Understanding and a First Source Agreement governing recruitment and hiring for designated categories of permanent employment positions.

IV. HISTORY

The West End Land Assembly and Redevelopment Plan (the "Plan") was adopted by the Boston Redevelopment Authority on July 8, 1959. Among the basic objectives of the Plan were "(t)o preserve and strengthen the residential character of the area, and "(t)o facilitate the efficient use of land in the area for housing, commercial and institutional use."

On July 6, 1964, The Authority adopted a resolution and conveyed Parcel No. 8 of the West End Land Assembly and Redevelopment Plan to Shriners Hospital for Crippled Children.

On September 25, 1975, the Authority adopted a Report and Decision on the Application of the Blackstone Company for the approval of a project under the provisions of G.L., c. 121A, whereby an elderly housing project would be constructed on the so-called Blackstone School site in the West End and abutting the Shriners site. On October 2, 1975, the Authority authorized the acceptance of a deed from the Public Facilities Department of the City of Boston. Also on October 2, 1975, the Authority designated the Blackstone Company as the developer of said parcel. On February 24, 1977, the Authority and the Blackstone Company executed a Land Disposition Agreement and deed conveying the site including Parcel A.

Presently, the Blackstone Company has petitioned the Authority to resolve this matter, in that the Authority will take title from Blackstone Company for "Parcel A" (please see attached site plan), and convey title to Shriners Hospital. The Authority shall also take title from Shriners Hospital for "Parcel B" (please see attached site plan) and convey title to Blackstone Company. Blackstone Company will be responsible for any costs incurred by the Authority relating to such transaction and along with Shriners will hold harmless and indemnify the Authority. Such a transaction will allow Shriners to construct their Authority approved project in a timely fashion.

Appropriate votes follow:

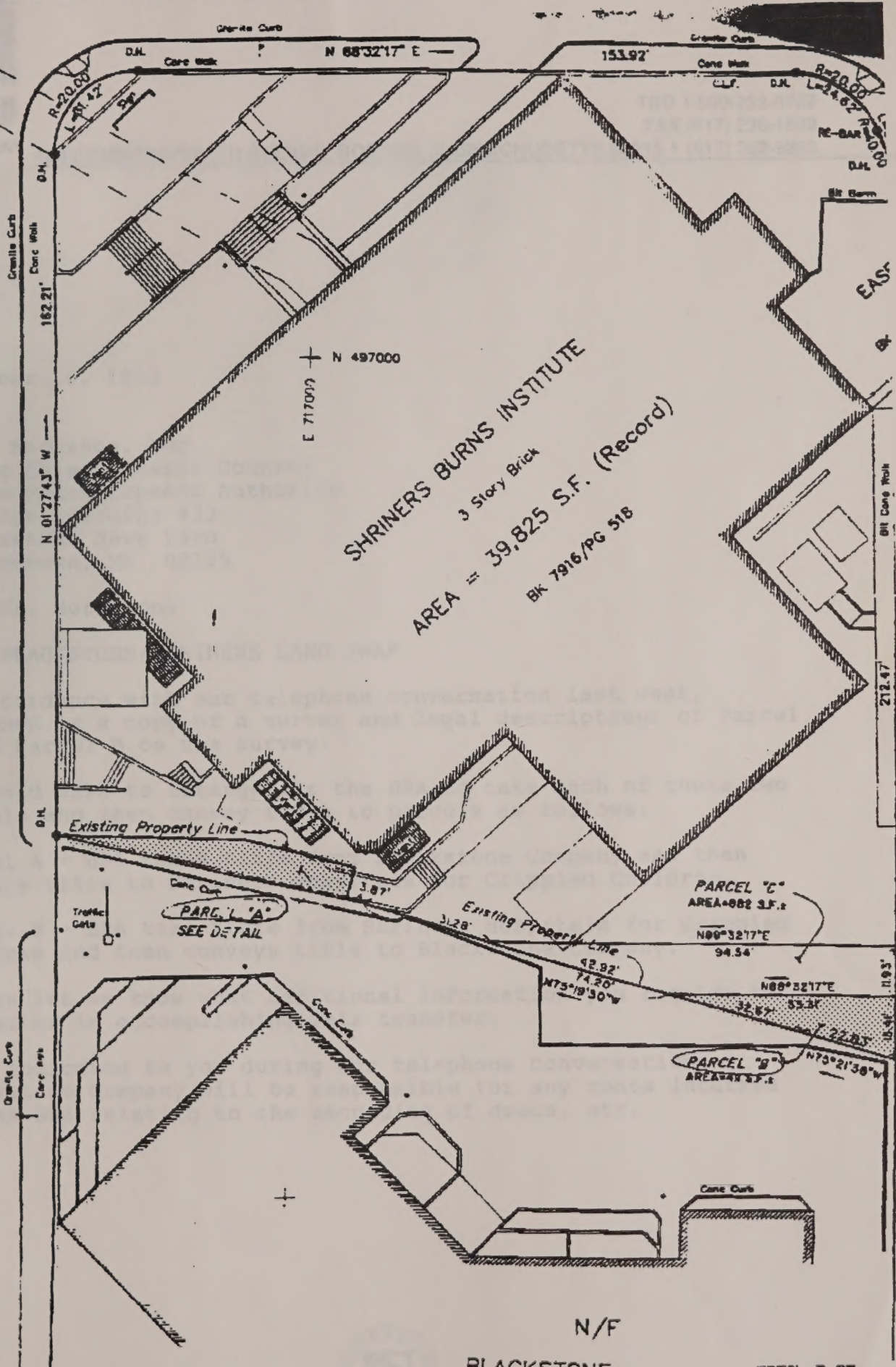
VOTED: That the Boston Redevelopment Authority adopt the attached Order of Taking of Parcels "A" and "B", each containing 411 square feet on Blossom Street and shown on a plan entitled "SUBDIVISION PLAN OF LAND-SHRINERS HOSPITAL FOR CRIPPLED CHILDREN, 51 Blossom Street, Boston, Massachusetts", dated November 4, 1993, revised November 8, 1993 by Richard D. Raskin, professional land surveyor, Cullinan Engineering, Inc. Boston, MA.

VOTED: That the Director be authorized to execute appropriate agreements and required Deeds and any other documents as deemed necessary and in the best interest of the Boston Redevelopment Authority, and to acquire and convey ownership of Parcel "A", containing 411 square feet on Blossom Street and shown on a plan entitled "SUBDIVISION PLAN OF LAND-SHRINERS HOSPITAL FOR CRIPPLED CHILDREN, 51 Blossom Street, Boston, Massachusetts", dated November 4, 1993, revised November 8, 1993 by Richard D. Raskin, professional land surveyor, Cullinan Engineering, Inc. Boston, MA., to Shriners Hospital for Crippled Children

VOTED: That the Director be authorized to execute appropriate agreements and required Deeds and any other documents as deemed necessary and in the best interest of the Boston Redevelopment Authority, and to acquire and convey ownership of Parcel "B", containing 411 square feet on Blossom Street and shown on a plan entitled "SUBDIVISION PLAN OF LAND-SHRINERS HOSPITAL FOR CRIPPLED CHILDREN, 51 Blossom Street, Boston, Massachusetts", dated November 4, 1993, revised November 8, 1993 by Richard D. Raskin, professional land surveyor, Cullinan Engineering, Inc. Boston, MA., to Blackstone Company.

STREET

BLOSSOM



PARCEL A-411 sf

PARCEL B-411 sf

BLACKSTONE

TOTAL P.05

November 10, 1993

Kevin Morrison, Esq.
Acting Chief General Counsel
Boston Redevelopment Authority
Billings Building #33
Charlestown Navy Yard
Charlestown, MA 02129

Dear Mr. Morrison:

RE: BLACKSTONE/SHRINERS LAND SWAP

In accordance with our telephone conversation last week, enclosed is a copy of a survey and legal descriptions of Parcel A and Parcel B on the survey.

We would like to arrange for the BRA to take each of these two parcels and then convey title to parcels as follows:

Parcel A - BRA takes title from Blackstone Company and then conveys title to Shriners Hospitals for Crippled Children.

Parcel B - BRA take title from Shriners Hospitals for Crippled Children and then conveys title to Blackstone Company.

Please let me know what additional information you require to assist us in accomplishing this transfer.

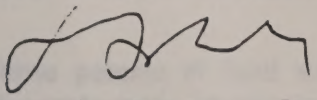
As I indicated to you during our telephone conversation, Blackstone Company will be responsible for any costs incurred by the BRA relating to the recording of deeds, etc.



WE APPRECIATE YOUR COOPERATION WITH RESPECT TO THIS MATTER.

Sincerely,

STATE STREET DEVELOPMENT MANAGEMENT CORP.


James J. Reagan, Jr.
Treasurer

JJR/jmg

CC: Mr. Dennis Callahan
Project Manager
Boston Redevelopment Authority
Boston City Hall - 9th floor
Boston, MA 02201

CULLINAN ENGINEERING CO., INC.

AUBURN — BOSTON, MASSACHUSETTS

LEGAL DESCRIPTION SHRINER'S HOSPITAL FOR CRIPPLED CHILDREN

November 8, 1993

Three parcels of land situated in the City of Boston, Suffolk County, Commonwealth of Massachusetts, shown as parcels A, B and C on a plan titled "Subdivision Plan of Land, Shriner's Hospital for Crippled Children, 51 Blossom Street, Boston, Massachusetts" dated November 4, 1993, Rev. November 8, 1993 by Cullinan Engineering Co., Inc., Auburn-Boston, Massachusetts, said parcels being more particularly bounded and described as follows:

Parcel A

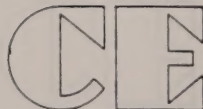
Beginning at a point on the easterly line of Blossom Street, said point being S 01° 27' 43" E, and a distance of 162.21 feet from the point of curvature of a rounding into Wm. Cardinal O'Connell Way;

THENCE running by land, now or formerly of Blackstone Company on the following six (6) courses:

N 88° 56' 32" E, a distance of 44.33 feet to a point;
N 35° 06' 09" W, a distance of 0.25 feet to a point;
S 76° 52' 03" E, a distance of 23.22 feet to a point;
S 75° 35' 17" E, a distance of 3.55 feet to a point;
S 14° 19' 34" W, a distance of 7.39 feet to a point;
and S 75° 19' 30" E, a distance of 3.87 feet to a point;

THENCE running through land of Blackstone Company, N 79° 33' 55" W, a distance of 73.36 feet, to a point on the aforesaid easterly line of Blossom Street, being the point of beginning.

The above described parcel containing 411 square feet more or less.



CULLINAN ENGINEERING CO., INC.

AUBURN — BOSTON, MASSACHUSETTS

LEGAL DESCRIPTION SHRINER'S HOSPITAL FOR CRIPPLED CHILDREN

November 8, 1993

Parcel B

Beginning at a point on the division line between land, now or formerly of Blackstone Company, and land, now or formerly of Shriner's Hospital for Crippled Children, said point being S 75° 19' 30" E and a distance of 74.20 feet from the most easterly corner of Parcel A described above;

THENCE running through land of said Shriner's Hospital for Crippled Children N 88° 32' 17" E, a distance of 53.31 feet, to a point at land, now or formerly of Roman Catholic Archbishop of Boston;

THENCE running by said land of Roman Catholic Archbishop of Boston S 01° 27' 43" E, a distance of 15.41 feet, to a point at land now or formerly of Blackstone Company;

THENCE running by land of said Blackstone Company on the following two (2) courses:

N 75° 21' 38" W, a distance of 22.83 feet, to a point,
and N 75° 19' 30" W, a distance of 32.67 feet, to the point of beginning.

The above described parcel containing 411 square feet, more or less.

CE

November 18, 1993

Transmitted via telecopier - Signed original to Follow

Kevin Morrison, Esq.
Acting Chief General Counsel
Boston Redevelopment Authority
Billings Building #33
Charlestown Navy Yard
Charlestown, MA 02129

Re: Blackstone/Shriners Land Swap - Boston Unit

Dear Mr. Morrison:

This letter will confirm that Shriners and Blackstone, subject to the finalization and execution of the Settlement Agreement between Shriners and Blackstone, and certain related documents, all of which the parties intend to complete within the next five days, have reached an Agreement. As a result, we would like the BRA to commence the preliminary portions of the process which will result in the BRA taking and conveying the two parcels described below. We will notify the BRA as soon as all of the documentation between Shriners and Blackstone is complete.

As may have been explained, this taking and conveyance of the two parcels will enable Shriners to construct its new facility substantially in accordance with its original plans.

As you know, the plan is for the BRA to take each of the two parcels, as shown on the survey that has been forwarded to you, and then convey title to parcels as follows:

Parcel A: BRA takes title from Blackstone Company and then conveys title to Shriners Hospitals for Crippled Children.

Parcel B: BRA takes title from Shriners Hospitals for Crippled Children and then conveys title to Blackstone Company.

Mr. Morrison

Page Two

11/18/93

Re: Blackstone/Shriners Land Swap

If you require any additional information, please call. Finally, as you know, Blackstone Company will be responsible for all BRA third party costs necessary to effectuate the transaction.

Sincerely,

Edward C. Castagna, Jr.
Associate Counsel

ECC/ah

RECORDED

12/17/93
RHC

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK SS.

DOC # 5608

ADOPTED 11/18/93

RESOLUTION

BE IT RESOLVED by the Boston Redevelopment Authority that an Order of Taking dated NOVEMBER 18th, 1993 relating to portions of the WEST END URBAN RENEWAL AREA, UR MASS. 2-3, be executed, together with a plan entitled "SUBDIVISION PLAN OF LAND, SHRINER'S HOSPITAL FOR CRIPPLED CHILDREN, 51 BLOSSOM STREET, BOSTON, MASSACHUSETTS, dated November 4, 1993, revised November 8, 1993" and made a permanent part of these proceedings, a copy of which the Secretary shall cause to be recorded in the Office of the Registry of Deeds for the County of Suffolk.

A true copy

CERTIFICATE

I hereby certify that the following names constitute the entire membership of the Boston Redevelopment Authority:

Clarence J. Jones
Michael F. Donlan

James K. Flaherty
Consuelo Gonzales Thornell

A true copy

ATTEST:

Joseph J. Kishner
Secretary of the Boston Redevelopment Authority

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS.

BOSTON REDEVELOPMENT AUTHORITY

ORDER OF TAKING

WHEREAS, the Boston Redevelopment Authority, in accordance with G.L. c. 121B and its predecessor Statute G.L. c. 121, adopted and filed in the Suffolk County Registry of Deeds, Book 7036, Page 363, an Order of Taking dated April 9, 1958, concerning and describing the **WEST END URBAN RENEWAL AREA**, all of the findings, determinations and descriptions set forth therein being incorporated herein by reference and made a part hereof;

WHEREAS, the Boston Redevelopment Authority has deposited with the Mayor of the City of Boston security to his satisfaction for the payment of such damages as may be awarded in accordance with law to the owner or owners of said area, as required by G.L. c. 79, §40; and

NOW, THEREFORE, BE IT ORDERED that the Boston Redevelopment Authority, acting under the provisions of said c. 121B, and all other authority thereunto enabling and pursuant to the applicable provisions of said c. 79, and of any and every power and authority to it, granted or implied, hereby takes for itself in fee simple by eminent domain, for the purposes hereinbefore set forth or referred to, the area or areas located in the City of Boston as hereinafter described in ANNEX A, together with any and all easements and rights appurtenant thereto, including any trees, buildings and other structures standing upon or affixed thereto and including the fee, if any, in all public streets, highways and public ways in said area or areas or contiguous and adjacent to the property taken hereby, provided such fee is a part of said property, except any and all easements of travel in and to any and all public streets, highways and public ways in said area or areas or contiguous and adjacent thereto.

AND FURTHER ORDERED that in accordance with the provision of the said Chapter 79, as amended, awards are made by the Boston Redevelopment Authority for damages sustained by the owner or owners and all other persons, including all mortgagees of record, having any and all interest in the parcel described in ANNEX A

and entitled to any damages by reason of the taking hereby made.

The Boston Redevelopment Authority reserves the right to amend the award (awarded in ANNEX B) at all times prior to the payment thereof by reason of a change in ownership or value of said property before the right to damages therefor has become vested or for other good cause shown. The awards hereby made are set forth in ANNEX B, which ANNEX B is not to be recorded in the Registry of Deeds with the Order of Taking.

AND FURTHER ORDERED that the Secretary of the Boston Redevelopment Authority cause this instrument of Taking to be recorded in the office of the Suffolk County Registry of Deeds.

IN WITNESS WHEREOF, we, the following members of the Boston Redevelopment Authority have caused the corporate seal of the Authority to be hereto affixed and these presents to be signed in the name and behalf of the Boston Redevelopment Authority.

DATED:

BOSTON REDEVELOPMENT AUTHORITY

By:

Clyde J. Jones
Michael J. DeLuca
James K. Flaherty
Edward J. Donoghue

ATTEST:

Joseph J. Zisch
Secretary of the Boston
Redevelopment Authority

APPROVED AS TO FORM:

Ralph F. Cahill
Ralph F. Cahill
Assistant General Counsel

ANNEX "A"
BOSTON REDEVELOPMENT AUTHORITY
WEST END URBAN RENEWAL AREA
TAKING AREA DESCRIPTION

The following parcels of land are taken by this Order of Taking:

Two parcels of land in the City of Boston, Suffolk County, Commonwealth of Massachusetts, shown as Parcels A and B on a plan titled "Subdivision Plan of Land, Shriner's Hospital for Crippled Children, 51 Blossom Street, Boston, Massachusetts" dated November 4, 1993, Rev. November 8, 1993 by Cullinan Engineering Co., Inc., Auburn-Boston, Massachusetts recorded herewith, said parcels being more particularly bounded and described as follows:

Parcel A

Beginning at a point on the easterly line of Blossom Street, said point being S 01° 27' 43"E, and a distance of 162.21 feet from the point of curvature of a rounding into Wm. Cardinal O'Connell Way;

THENCE running by land, now or formerly of Blackstone Company on the following six (6) courses:

N 88° 56' 32"E, a distance of 44.33 feet to a point;
N 35° 06' 09"W, a distance of 0.25 feet to a point;
S 76° 52' 03"E, a distance of 23.22 feet to a point;
S 75° 35' 17"E, a distance of 3.55 feet to a point;
S 14° 19' 34"W, a distance of 7.39 feet to a point;
and S 75° 19' 30"E, a distance of 3.87 feet to a point;

THENCE running through land of Blackstone Company, N 79° 33' 55"W, a distance of 73.36 feet, to a point on the aforesaid easterly line of Blossom Street, being the point of beginning.

The above described parcel containing 411 square feet more or less.

Parcel B

Beginning at a point on the division line between land, now or formerly of Blackstone Company, and land now or formerly of Shriner's Hospital for Crippled Children, said point being S 75° 19' 30"E and a distance of 74.20 feet from the most easterly corner of Parcel A described above;

THENCE running through land of said Shriner's Hospital for Crippled Children N 88° 32' 17"E, a distance of 53.31 feet to a point at land, now or formerly of Roman Catholic Archbishop of Boston;

THENCE running by said land of Roman Catholic Archbishop of Boston S 01° 27' 43"E, a distance of 15.41 feet to a point at land now or formerly of Blackstone Company;

THENCE running by land of said Blackstone Company on the following two courses (2) courses:

N 75° 21' 38"W, a distance of 22.83 feet, to a point;
and N 75° 19' 30"W, a distance of 32.67 feet, to the point of beginning.

The above described parcel containing 411 square feet more or less.

The supposed owner of the above Parcel A is the Blackstone Company.

The supposed owner of the above Parcel B is Shriner's Hospital for Crippled Children.

ANNEX B

BOSTON REDEVELOPMENT AUTHORITY

WEST END URBAN RENEWAL AREA

AWARD OF DAMAGES

No awards are made with this Order of Taking.

AGREEMENT TO EXCHANGE REAL PROPERTY

This Agreement to Exchange Real Property (the "Agreement") made this 17th day of December, 1993 by and between **BOSTON REDEVELOPMENT AUTHORITY**, a public body politic and corporate organized and existing pursuant to the laws of the Commonwealth of Massachusetts with a principal place of business at One City Hall Square, Room 900, Boston, MA 02201 (hereinafter the "BRA"), **SHRINERS HOSPITAL FOR CRIPPLED CHILDREN**, a charitable corporation organized under the laws of the Commonwealth of Massachusetts with a principal place of business at 51 Blossom Street, Boston, MA (hereinafter "Shriners"), and **BLACKSTONE COMPANY** (hereinafter "Blackstone"), a Massachusetts limited partnership with a principal place of business at 33 Blossom Street, Boston, MA. Collectively, the BRA, Shriners and Blackstone shall hereinafter be referred to as the "Parties".

In consideration of the mutual covenants and agreements contained, the Parties hereby agree as follows:

1. General Facts

a. Shriners is the owner of a certain sliver parcel of land known as and hereafter called Parcel B on a plan entitled "SUBDIVISION PLAN OF LAND - SHRINERS HOSPITAL FOR CRIPPLED CHILDREN, 51 Blossom Street, Boston, Massachusetts", dated November 4, 1993, revised November 8, 1993 by Richard D. Raskind, professional land surveyor, Cullinan Engineering, Inc., Boston, MA (hereinafter referred to as the "Plan") which plan is recorded herewith.

b. Blackstone is the owner of a certain sliver parcel of land known as and hereafter referred to as Parcel A shown on the Plan.

c. The BRA is a duly organized redevelopment authority in the City of Boston with powers and functions of an urban renewal agency under Chapter 121B of the Massachusetts General Laws, as amended.

d. The West End Land Assembly and Redevelopment Plan (the "Plan") was adopted by the Boston Redevelopment Authority on July 8, 1959. Among the basic objectives of the Plan were "(t)o facilitate the efficient use of land in the area for housing, commercial and institutional use." On July 6, 1964, the Authority adopted a resolution conveying Parcel No. 8 of the West End Land Assembly and Redevelopment Plan, including Parcel B, to Shriners Hospital for Crippled Children and on April 9, 1992, approved a project for the expanded hospital space.

e. On September 25, 1975, the Authority adopted a Report and Decision on the Application of Blackstone Company for the approval of a project under the provisions of G.L. c. 121A, whereby an elderly housing project would be constructed on the so-called Blackstone School site in the West End and abutting the Shriners site. On February 24, 1977, the Authority and the Blackstone Company executed a Land Disposition Agreement and deed conveying the site, including Parcel A.

f. Jointly, Shriners and Blackstone have petitioned the BRA to aid them in effectuating a land swap to more clearly define the boundaries to this project area and have entered into a Settlement Agreement dated November 23, 1993 (the "Settlement Agreement"), a copy of which has been previously transmitted to the BRA by Shriners and Blackstone. Nothing in this Agreement shall be deemed to derogate from or modify any of the terms or conditions of the Settlement Agreement.

g. The BRA on November 18, 1993 voted to enter into this Agreement.

2. Consent to Orders of Taking and Conveyance; Waiver of Damages

a. Shriners hereby consents to the BRA adopting and recording an Order of Taking of Parcel B in accordance with Chapter 79 of the Massachusetts General Laws, as amended ("Chapter 79") and waives and all rights to damages resulting therefrom of whatever nature, including without limitation any relocation benefits in accordance with Chapter 79A of the Massachusetts General Laws, as amended, and any rules and regulations promulgated thereunder ("Chapter 79A").

b. Blackstone hereby consents to the BRA adopting and recording an Order of Taking of Parcel A in accordance with Chapter 79 and waives and all rights to damages resulting therefrom of whatever nature, including without limitation any relocation benefits in accordance with Chapter 79A.

c. The BRA hereby agrees that, within ten (10) days of the BRA's adoption of the Orders of Taking referenced herein, the BRA shall execute and deliver Release Deeds ("Deeds") for no consideration releasing all right, title and interest it has in Parcel A to Shriners and Parcel B to Blackstone.

3. Indemnity

Shriners agrees to indemnify, pay and hold harmless the BRA from all actual out-of-pocket losses, costs and expenses, related to Parcel B, which are actually incurred by the BRA to third parties with respect to suits, actions, claims, demands, damages, losses, expenses and costs of every kind and description to which the BRA may be subject or that results from, in connection with, or growing out of any act reasonably performed pursuant to this Agreement. Blackstone agrees to indemnify, pay and hold harmless the BRA from all actual out-of-pocket losses, costs and expenses, related to Parcel A, which are actually incurred by the BRA to third parties with respect to suits, actions, claims, demands, damages, losses, expenses and costs of every kind and description to which the BRA may be subject or that results from, in connection with, or growing out of any act reasonably performed pursuant to this Agreement. Notwithstanding this, Blackstone agrees to pay all reasonable out-of-pocket expenses, incurred by the BRA to third parties, related to the provisions to be performed by the BRA under this Agreement.

4. Miscellaneous.

No officers, directors, general or limited partners or employees of the BRA, Shriners or Blackstone or any of their respective affiliates shall be personally liable for payment or performance of any obligations resulting from execution of this Agreement.

IN WITNESS WHEREOF, the parties have executed this Agreement
as of the day and year first written above.

WITNESS:

BOSTON REDEVELOPMENT AUTHORITY

By: Paul L. Barrett
Paul L. Barrett, Director

BLACKSTONE COMPANY

By: [Signature]
AS GENERAL AGENT

By: [Signature]
AS GENERAL AGENT

SHRINERS HOSPITAL FOR CRIPPLED
CHILDREN

By: Burt Russell

By: Lewis Brandt

APPROVED AS TO FORM:

Ralph F. Cahill
Ralph F. Cahill
Assistant General Counsel
Boston Redevelopment Authority

COMMONWEALTH OF MASSACHUSETTS

Suffolk, ss. Boston

December 28, 1993

Then personally appeared before me the above-named Paul L. Barrett, who executed the foregoing Agreement to Exchange Real Property on behalf of the Boston Redevelopment Authority and acknowledged the same to be the free act and deed of said Authority.

Ralph A. DeLo
Notary Public
My commission expires: April 17, 1999

COMMONWEALTH OF MASSACHUSETTS

Suffolk, ss. Boston

Dec. 16, 1993

Then personally appeared before me the above-named ~~JOHN R. GALLAGHER~~ WALTER R. WINCHESTER, who executed the foregoing Agreement to Exchange Real Property on behalf of the Blackstone Company and acknowledged the same to be the free act and deed of said Blackstone Company.

W. M. Winchester
Notary Public
My commission expires: 11/9/95

COMMONWEALTH OF MASSACHUSETTS

Suffolk, ss. Boston

15 December, 1993

~~John R. Gallagher~~ Then personally appeared before me the above-named Burton Kavelle Jr., who executed the foregoing Agreement to Exchange Real Property on behalf of the Shriners Hospital for Crippled Children and acknowledged the same to be the free act and deed of said Shriners Hospital for Crippled Children.

Richard W. Eganey
Notary Public
My commission expires: 14 Sept 1995

Recorded 12/29/93
Doc # 482

RELEASE DEED

The Boston Redevelopment Authority, a public body politic and corporate organized and existing pursuant to the laws of the Commonwealth of Massachusetts, Chapter 121B, as amended, for no monetary consideration hereby grants and releases to Blackstone Company, a Massachusetts limited partnership with a principal place of business at 33 Blossom Street, Boston, MA, the land located at the rear of 33 Blossom Street, containing approximately 411 square feet, shown as Parcel B on a plan entitled "Subdivision Plan of Land, Shriners Hospital For Crippled Children, 51 Blossom Street, Boston, Massachusetts" dated November 4, 1993, revised November 8, 1993 by Cullinan Engineering Co., Inc., Auburn-Boston, Massachusetts recorded at the Suffolk Registry of Deeds with an Order of Taking dated November 18, 1993 on December 17, 1993 as Document No. 204 and more particularly bounded and described as follows: *in Book 18737 Page 40.*

Beginning at a point on the division line between land, now or formerly of Blackstone Company, and land, now or formerly of Shriner's Hospital For Crippled Children, said point being S 75° 19' 30"E and a distance of 74.20 feet from the most easterly corner of Parcel A;

THENCE running through land of said Shriner's Hospital For Crippled Children N 88° 32' 17"E, a distance of 53.31 feet, to a point at land, now or formerly of Roman Catholic Archbishop of Boston;

THENCE running by said land of Roman Catholic Archbishop of Boston S 01° 27' 43"E, a distance of 15.41 feet, to a point at land now or formerly of Blackstone Company;

THENCE running by land of said Blackstone Company on the following two (2) courses:

N 75° 21' 38"W, a distance of 22.83 feet, to a point,
and N 75° 19' 30"W, a distance of 32.67 feet, to the point of beginning.

The above described parcel containing 411 square feet more or less
For grantor's title, see Order of Taking dated November 18, 1993, recorded with the Suffolk Registry of Deeds on December 17, 1993 as Instrument No. 204 *in Book 18737 Page 40.*

IN WITNESS WHEREOF, the Boston Redevelopment Authority has caused its corporate seal to be hereto affixed and these presents to be signed, acknowledged and delivered in its name and on its behalf by the Director hereto duly authorized this 28th day of December, 1993.

WITNESS:

BOSTON REDEVELOPMENT AUTHORITY

By:

Paul L. Barrett
Paul L. Barrett, Director

APPROVED AS TO FORM:

Ralph F. Cahill
Ralph F. Cahill
Assistant General Counsel

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS.

December 28th, 1993

Then personally appeared before me the above-named Paul L. Barrett who executed the foregoing instrument on behalf of the Boston Redevelopment Authority and acknowledged the same to be the free act and deed of said Authority.

Ralph F. Cahill
Notary Public

My Commission Expires: April 17, 1999

Recorded 12/29/93
Dec # 481

RELEASE DEED

The Boston Redevelopment Authority, a public body politic and corporate organized and existing pursuant to the laws of the Commonwealth of Massachusetts, Chapter 121B, as amended, for no monetary consideration hereby grants and releases to Shriners Hospital For Crippled Children, a charitable corporation organized under the laws of the Commonwealth of Massachusetts with a principal place of business at 51 Blossom Street, Boston, MA, the land located on Blossom Street containing approximately 411 square feet, shown as Parcel A on a plan entitled "Subdivision Plan of Land, Shriners Hospital For Crippled Children, 51 Blossom Street, Boston, Massachusetts" dated November 4, 1993, revised November 8, 1993 by Cullinan Engineering Co., Inc., Auburn-Boston, Massachusetts recorded at the Suffolk Registry of Deeds with an Order of Taking dated November 18, 1993 on December 17, 1993 as Document No. 204 and more particularly bounded and described as follows:
In Book 18737 Page 40.

Beginning at a point on the easterly line of Blossom Street, said point being S 01° 27' 43"E, and a distance of 162.21 feet from the point of curvature of a rounding into William Cardinal O'Connell Way;

THENCE running by land, now or formerly of Blackstone Company on the following six (6) courses:

N 88° 56' 32"E, a distance of 44.33 feet to a point;
N 35° 06' 09"W, a distance of 0.25 feet to a point;
S 76° 52' 03"E, a distance of 23.22 feet to a point;
S 75° 35' 17"E, a distance of 3.55 feet to a point;
S 14° 19' 34"W, a distance of 7.39 feet to a point;
and S 75° 19' 30"E, a distance of 3.87 feet to a point;

THENCE running through land of Blackstone Company, N 79° 33' 55"W, a distance of 73.36 feet to a point on the aforesaid easterly line of Blossom Street, being the point of beginning. The above described parcel containing 411 square feet more or less.

For grantor's title, see Order of Taking dated November 18, 1993, recorded with the Suffolk Registry of Deeds on December 17, 1993 as Instrument No. 204 *In Book 18737 Page 40.*

IN WITNESS WHEREOF, the Boston Redevelopment Authority has caused its corporate seal to be hereto affixed and these presents to be signed, acknowledged and delivered in its name and on its behalf by the Director hereto duly authorized this 28th day of December, 1993.

WITNESS:

BOSTON REDEVELOPMENT AUTHORITY

By:

Paul L. Barrett
Paul L. Barrett, Director

APPROVED AS TO FORM:

Ralph F. Cahill
Ralph F. Cahill
Assistant General Counsel

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS.

December 28th, 1993

Then personally appeared before me the above-named Paul L. Barrett who executed the foregoing instrument on behalf of the Boston Redevelopment Authority and acknowledged the same to be the free act and deed of said Authority.

Ralph F. Cahill
Notary Public

My Commission Expires:

April 17, 1999

CERTIFICATE OF VOTE

The undersigned hereby certifies as follows:

(1) That he is the duly qualified Secretary of the Boston Redevelopment Authority, hereinafter called the Authority, and the keeper of the records, including the journal of proceedings of the Authority.

(2) That the following is a true and correct copy of a vote as finally adopted at a meeting of the Authority held on November 18, 1993 and duly recorded in this office:

Copies of a memorandum dated November 18, 1993 were distributed entitled "WEST END URBAN RENEWAL AREA, UR MASS 2-3 EMINENT DOMAIN TAKING OF SLIVER PARCELS NECESSARY TO EFFECTUATE THE DEVELOPMENT OF THE SHRINERS HOSPITAL FOR CRIPPLED CHILDREN PROJECT", which included three proposed votes. Attached to said document were Orders of Taking, a map indicating the location of the parcels, a letter dated November 10, 1993 to the Boston Redevelopment Authority from James J. Reagan, Jr., Treasurer, State Street Development Management Corp., a report by Cullinan Engineering Co., Inc. dated November 8, 1993 and a letter dated November 18, 1993 from Edward C. Castagna, Jr. Associate Counsel.

Ms. Beverley Johnson, Assistant Director for Institutional Planning and Development, addressed the Authority and answered the Members' questions.

On motion duly made and seconded, it was unanimously

VOTED: That the Boston Redevelopment Authority adopt the attached Order of Taking of Parcels "A" and "B", each containing 411 square feet on Blossom Street and shown on a plan entitled "SUBDIVISION PLAN OF LAND - SHRINERS HOSPITAL FOR CRIPPLED CHILDREN, 51 Blossom Street, Boston, Massachusetts", dated November 4, 1993, revised November 8, 1993 by Richard D. Raskin, professional land surveyor, Cullinan Engineering, Inc. Boston, MA; and

FURTHER
VOTED: That the Director be authorized to execute appropriate agreements and required Deeds and any other documents as deemed necessary and in the best interest of the Boston Redevelopment Authority, and to acquire and convey ownership of Parcel "A", containing 411 square feet on Blossom Street and shown on a plan entitled "SUBDIVISION PLAN OF LAND - SHRINERS HOSPITAL FOR CRIPPLED CHILDREN, 51 Blossom Street, Boston, Massachusetts", dated November 4, 1993, revised November 8, 1993 by Richard D. Raskin, professional land surveyor, Cullinan Engineering, Inc. Boston, MA, to Shriners Hospital for CRIPPLED Children; and

FURTHER
VOTED: That the Director be authorized to execute appropriate agreements and required Deeds and any other documents as deemed necessary and in the best interest of the Boston Redevelopment Authority, and to acquire and convey ownership of Parcel "B", containing 411 square feet on Blossom Street and shown on a plan entitled "SUBDIVISION PLAN OF LAND - SHRINERS HOSPITAL FOR Crippled CHILDREN, 51 Blossom Street, Boston, Massachusetts", dated November 4, 1993, revised November 8, 1993 by Richard D. Raskin, professional land surveyor, Cullinan Engineering, Inc. Boston, MA, to Blackstone Company.

The aforementioned Orders of Taking are incorporated in the Minutes of this meeting and filed in the Document Book of the Authority as Document No. 5608.

(3) That said meeting was duly convened and held in all respects in accordance with law, and to the extent required by law, due and proper notice of such meeting was given; that a legal quorum was present throughout the meeting and a legally sufficient number of members of the Authority voted in a proper manner and all other requirements and proceeding under law incident to the proper adoption or the passage of said vote have been duly fulfilled, carried out and otherwise observed.

(4) That the document to which this certificate is attached is in substantially the form as that presented to said meeting.

(5) That if an impression of the seal has been affixed below, it constitutes the official seal of the Boston Redevelopment Authority, and this certificate is hereby executed under such official seal.

(6) That Paul L. Barrett is the Director of this Authority.

(7) That the undersigned is duly authorized to execute this certificate.

IN WITNESS WHEREOF, the undersigned hereunto has set his hand this Sixteenth day of December, 1993.

BOSTON REDEVELOPMENT AUTHORITY

By: Joseph J. Zish
Secretary

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